

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

|  |   |  |
|--|---|--|
| In re:                                     | ) | Chapter 11                                 |
|  | ) | Case Nos. 01-1139 through 01-1200 (JKF)    |
| W.R. GRACE & CO., et al.,                  | ) | (Jointly Administered)                     |
|  | ) |  |
| Debtors,                                   | ) |  |
|  | ) |  |
| OFFICIAL COMMITTEE OF ASBESTOS             | ) |  |
| PERSONAL INJURY CLAIMANTS and              | ) |  |
| OFFICIAL COMMITTEE OF ASBESTOS             | ) |  |
| PROPERTY DAMAGE CLAIMANTS OF               | ) |  |
| W.R. GRACE & CO., suing on behalf of the   | ) |  |
| Chapter 11 Bankruptcy Estate of W.R. Grace | ) |  |
| & Co., et al.,                             | ) |  |
|  | ) |  |
| Plaintiffs,                                | ) |  |
|  | ) |  |
| - against-                                 | ) | Adv. No. 02-2210                           |
|  | ) | [LEAD DOCKET]                              |
| SEALED AIR CORPORATION                     | ) |  |
| and CRYOVAC, INC.,                         | ) |  |
|  | ) |  |
| Defendants.                                | ) |  |
|  | ) |  |
| OFFICIAL COMMITTEE OF ASBESTOS             | ) |  |
| PERSONAL INJURY CLAIMANTS and              | ) |  |
| OFFICIAL COMMITTEE OF ASBESTOS             | ) |  |
| PROPERTY DAMAGE CLAIMANTS OF               | ) |  |
| W.R. GRACE & CO., suing on behalf of the   | ) |  |
| Chapter 11 Bankruptcy Estate of W. R.      | ) |  |
| GRACE & CO., et al.,                       | ) |  |
|  | ) | Adv. No. 02-2211                           |
| Plaintiffs,                                | ) |  |
|  | ) |  |
| - against-                                 | ) |  |
|  | ) |  |
| FRESENIUS MEDICAL CARE,                    | ) |  |
| HOLDINGS, INC., et al.,                    | ) | <u>Affects Dockets 02-2210 and 02-2211</u> |
|  | ) |  |
| Defendants.                                | ) |  |
|  | ) |  |

Objection Deadline: August 18, 2004 at 4:00 p.m.  
Hearing Date: TBD only if necessary

**SUMMARY APPLICATION OF KIRKLAND & ELLIS LLP FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS BANKRUPTCY COUNSEL TO W. R. GRACE & CO., ET AL., FOR  
THE INTERIM PERIOD, FROM JUNE 1, 2004 THROUGH JUNE 30, 2004**

Name of Applicant: Kirkland & Ellis LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and Debtors-in-Possession

Date of Retention: Retention Order entered May 3, 2001, effective as of April 2, 2001

Period for which compensation and reimbursement is sought: June 1, 2004, through June 30, 2004

Amount of Compensation sought as actual, reasonable and necessary: \$1,186.00<sup>1</sup>

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$0.00

This is a ☒ monthly \_\_\_ interim \_\_\_ final application.

This application is submitted in accordance with the order of this Court, dated July 10, 2002.

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<sup>1</sup> K&E's total fees and expenses incurred for the months of April and May 2004, were \$1,760.00, therefore in the interest of saving fees and expenses associated with the preparation of the Monthly Fee Applications, K&E did not file a Monthly Fee Application for the months of April and May 2004, and K&E has included those fees and expenses herein.

The following applications have been filed previously in these fraudulent conveyance proceedings:

| Date Filed        | Period Covered           | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|-------------------|--------------------------|----------------|--------------------|---------------|-------------------|
| August 8, 2002    | 6/1 – 6/30/03            | \$312,859.50   | \$8,190.80         | \$250,287.60  | \$8,190.80        |
| October 2, 2002   | 7/1 – 7/31/02            | \$510,439.50   | \$20,999.68        | \$408,351.60  | \$20,999.68       |
| October 3, 2002   | 8/1 – 8/31/02            | \$642,293.00   | \$25,776.96        | \$513,834.40  | \$25,776.96       |
| October 30, 2002  | 9/1 – 9/30/02            | \$616,189.00   | \$153,949.87       | \$492,951.20  | \$153,949.87      |
| November 27, 2002 | June – September, 2002   | \$2,081,781.00 | \$208,917.31       | Pending       | Pending           |
| December 6, 2002  | 10/1 – 10/31/02          | \$169,288.50   | \$56,363.97        | \$135,430.80  | \$56,363.97       |
| January 13, 2003  | 11/1 – 11/30/02          | \$137,002.00   | \$25,796.30        | \$109,601.60  | \$25,796.30       |
| January 30, 2003  | 12/1 – 12/31/02          | \$25,927.50    | \$6,270.27         | \$20,742.00   | \$6,270.27        |
| March 4, 2003     | October – December, 2002 | \$332,218.00   | \$88,430.54        | Pending       | Pending           |
| March 4, 2003     | 1/1 – 1/31/03            | \$48,491.00    | \$14,561.75        | \$38,792.80   | \$14,561.75       |
| April 2, 2003     | 2/1 – 2/28/03            | \$43,920.50    | \$1,766.17         | \$35,136.40   | \$1,766.17        |
| April 29, 2003    | 3/1 – 3/31/03            | \$38,680.50    | \$166.77           | \$30,944.40   | \$166.77          |
| May 15, 2003      | January – March, 2003    | \$131,092.00   | \$16,494.69        | Pending       | Pending           |
| June 3, 2003      | 4/1 – 4/30/03            | \$8,340.00     | \$2,293.06         | \$6,672.00    | \$2,293.06        |
| July 11, 2003     | 5/1 – 5/31/03            | \$27,139.50    | \$1,632.51         | \$21,711.60   | \$1,632.51        |
| July 31, 2003     | 6/1 – 6/30/03            | \$18,806.00    | \$12.08            | \$15,044.80   | \$12.08           |
| August 27, 2003   | April – June, 2003       | \$54,285.50    | \$3,937.65         | Pending       | Pending           |
| September 5, 2003 | 7/1 – 7/31/03            | \$3,918.50     | \$176.05           | \$3,134.80    | \$176.05          |
| October 1, 2003   | 8/1 – 8/31/03            | \$4,133.50     | \$55.77            | \$3,306.80    | \$55.77           |
| November 6, 2003  | 9/1 – 9/30/03            | \$3,776.50     | \$90.09            | \$3,021.20    | \$90.09           |
| November 26, 2003 | 10/1 – 10/31/03          | \$1,112.50     | \$152.65           | \$890.00      | \$152.65          |
| December 29, 2003 | 11/1 – 11/30/03          | \$3,013.50     | \$46.45            | \$2,410.80    | \$46.45           |
| February 2, 2004  | 12/1 – 12/31/03          | \$5,880.00     | \$116.94           | \$4,704.00    | \$116.94          |
| March 3, 2004     | 1/1 – 1/31/04            | \$4,034.50     | \$140.19           | \$3,227.60    | \$140.19          |
| April 2, 2004     | 2/1 – 2/29/04            | \$4,353.00     | \$0.00             | \$3,482.40    | \$0.00            |
| May 5, 2004       | 3/1 – 3/31/04            | \$3,775.00     | \$0.95             | \$3,020.00    | \$0.95            |

The K&E attorney who rendered professional services in these cases during the Fee Period is

| Name of Professional Person | Position with the Applicant | Number of Years as an Attorney | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|-----------------------------|-----------------------------|--------------------------------|------------|---------------------|--------------------|--------------------|
| Samuel Blatnick             | Associate                   | 2 Years                        | Bankruptcy | \$320.00            | 5.50               | \$1,760.00         |
| Total for Attorneys         |                             |                                |            |                     | 5.50               | \$1,760.00         |

The paraprofessional of K&E who rendered professional services in these cases during the Fee Period is:

| Name of Professional Person        | Position with the Applicant | Number of Years in that Position | Department | Hourly Billing Rate | Total Billed Hours | Total Compensation |
|------------------------------------|-----------------------------|----------------------------------|------------|---------------------|--------------------|--------------------|
| Shirley A Pope                     | Legal Assistant             | 19 Years                         | Litigation | \$200.00            | 0.50               | \$100.00           |
| <b>Total for Paraprofessionals</b> |                             |                                  |            |                     | <b>0.50</b>        | <b>\$100.00</b>    |

Grand Total for Fees: **\$1,860.00**  
Grand Total for Hours: **6.00**  
Blended Rate: **\$310.00**

#### Compensation by Matter

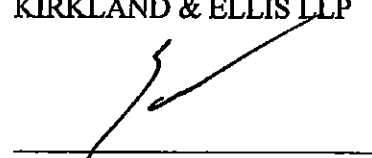
| Matter Number | Matter                                | Total Hours | Total Fees Requested |
|---------------|---------------------------------------|-------------|----------------------|
| 48            | Fraudulent Conveyance Adv. Proceeding | 6.00        | \$1,860.00           |
|               | <b>Total</b>                          | <b>6.50</b> | <b>\$1,860.00</b>    |

**WHEREFORE**, K&E respectfully requests that (a) an allowance be made to it, as fully described above for 80% of the amount of **\$1,860.00** for reasonable and necessary professional services K&E has rendered to the Debtors during the Fee Period (**\$1,488.00**); (b) that the fees are payable as administrative expenses of the Debtors' estates; and (c) this Court grant such further relief as is equitable and just.

Wilmington, Delaware  
Dated: July 26, 2004

Respectfully submitted,

KIRKLAND & ELLIS LLP



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